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Attorneys for Defendants

Frank E. Dangeard, Kenneth Y. Hao, David
W. Humphrey, David L. Mahoney, Anita M.
Sands, Daniel H. Schulman, V. Paul Unruh,
Suzanne M. Vautrinot, Robert S. Miller,
and Geraldine B. Laybourne

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

GUYE LEE, derivatively on behalf of
SYMANTEC CORPORATION,

Plaintiff,

v.

GREGORY S. CLARK, FRANK E. DANGEARD,
KENNETH Y. HAO, DAVID W. HUMPHREY,
DAVID L. MAHONEY, ANITA M. SANDS,
DANIEL H. SCHULMAN, V. PAUL UNRUH,
SUZANNE M. VAUTRINOT, NICHOLAS R.
NOVIELLO, MARK S. GARFIELD, ROBERT S.
MILLER, and GERALDINE B. LAYBOURNE,

Defendants,

and

SYMANTEC CORPORATION,

Nominal Defendant.

Civ. No. 3:19-cv-02522-WHA

STIPULATION AND ~~[PROPOSED]~~
ORDER OF DISMISSAL OF
DERIVATIVE ACTION WITH
PREJUDICE AS TO NAMED
PLAINTIFF

The Hon. William Alsup

1 This Stipulation of Dismissal of Derivative Action with Prejudice as to Named
 2 Plaintiff (“Stipulation”) is entered into between and among the following parties, by and through
 3 their respective counsel: (i) Guye Lee (“Plaintiff”); (ii) individual defendants Daniel H.
 4 Schulman, V. Paul Unruh, Frank E. Dangeard, Kenneth Y. Hao, Anita M. Sands, David W.
 5 Humphrey, David L. Mahoney, Suzanne M. Vautrinot, Robert S. Miller, Geraldine B.
 6 Laybourne, Gregory S. Clark, Nicholas R. Noviello, and Mark Garfield (the “Individual
 7 Defendants”); (iii) and nominal defendant Gen Digital Inc. f/k/a Symantec Corporation (the
 8 “Company,” collectively with the Individual Defendants, “Defendants,” and together with the
 9 Plaintiff, the “Parties”):

10 WHEREAS, on January 4, 2023, the parties in a related stockholder derivative
 11 action pending in the Delaware Court of Chancery, entitled *In re Symantec Corp. S’holder*
 12 *Derivative Litigation*, C.A. No. 2019-0224-JTL (Del. Ch.) (the “Chancery Action”), entered into
 13 a Stipulation and Agreement of Settlement, Compromise and Release (the “Settlement”);

14 WHEREAS, Plaintiff appeared in the Chancery Action and objected to the
 15 Settlement;

16 WHEREAS, notice of the Settlement was provided to all current Company
 17 stockholders;

18 WHEREAS, on April 14, 2023, the Delaware Court of Chancery held a hearing to
 19 consider whether the Settlement should be approved and, among other things, heard oral
 20 argument on Plaintiff’s objection. A copy of the transcript of that hearing is attached hereto as
 21 Exhibit A;

22 WHEREAS, on May 4, 2023, the Delaware Court of Chancery issued a bench
 23 ruling, finding that the Settlement should be approved in all respects, including as to notice of the
 24 Settlement to all stockholders, and overruling Plaintiff’s objection. A copy of the transcript of
 25 that bench ruling is attached hereto as Exhibit B;

1 WHEREAS, by order dated May 4, 2023, the Chancery Action was dismissed in
2 its entirety and with prejudice (the “Dismissal”). A copy of that order is attached hereto as
3 Exhibit C;

4 WHEREAS, the Settlement and Dismissal preclude Plaintiff’s claims in this
5 action under the doctrine of *res judicata*; and

6 WHEREAS, by stipulated order dated May 12, 2023, the court presiding over a
7 related federal derivative action in the United States District Court for the District of Delaware
8 so-ordered a similar dismissal of that action in light of the Chancery Action Dismissal. A copy
9 of that order is attached hereto as Exhibit D.

10 NOW, THEREFORE, IT IS HEREBY AGREED AND STIPULATED by the
11 parties subject to the Court’s approval that:

12 1. The above-captioned action is hereby DISMISSED WITH PREJUDICE
13 AS TO PLAINTIFF ONLY, pursuant to Federal Rules of Civil Procedure 23.1(c) and
14 41(1)(A)(ii).

15 2. Separate notice to Company stockholders of this Dismissal is not required
16 because current Company stockholders received notice of the Settlement and had the opportunity
17 to object to the Settlement at the April 14, 2023 hearing.

18 3. Each party shall bear his, her, or its own costs, expenses, and attorneys’
19 fees.

1 Dated: May 30, 2023

PAUL, WEISS, RIFKIND,
WHARTON & GARRISON LLP

2
3 By: /s/ Walter F. Brown
Walter F. Brown

4 *Attorneys for Defendants Frank E. Dangeard,*
5 *Kenneth Y. Hao, David Humphrey, Geraldine B.*
6 *Laybourne, David L. Mahoney, Robert S. Miller,*
7 *Anita M. Sands, Daniel H. Schulman, V. Paul*
8 *Unruh, and Suzanne M. Vautrinot*

9 Dated: May 30, 2023

MORGAN, LEWIS & BOCKIUS LLP

10 By: /s/ Susan D. Resley
Susan D. Resley

11 *Attorney for Defendants Gregory S. Clark and*
12 *Nicholas R. Noviello*

13 Dated: May 30, 2023

WILSON SONSINI GOODRICH & ROSATI
PROFESSIONAL CORPORATION

14 By: /s/ Caz Hashemi
Caz Hashemi

15 *Attorneys for Gen Digital Inc. (formerly*
16 *Symantec Corporation)*

17 Dated: May 30, 2023

EHRlich & CRAIG

18 By: /s/ Miles F. Ehrlich
Miles F. Ehrlich

19 *Attorney for Mark S. Garfield*

20 Dated: May 30, 2023

GLANCY PRONGAY & MURRAY LLP

21 By: /s/ Pavithra Rajesh
Pavithra Rajesh

22 *Counsel for Plaintiff*

23
24 **PURSUANT TO STIPULATION, IT IS SO ORDERED.**

25
26 Dated: **June 12, 2023**



HON. WILLIAM ALSUP
UNITED STATES DISTRICT JUDGE

ATTESTATION PURSUANT TO LOCAL RULE 5-1(h)(3)

I, Walter F. Brown, am the ECF User whose identification and password are being used to file this STIPULATION OF DISMISSAL OF ENTIRE ACTION WITH PREJUDICE. In compliance with Civil Local Rule 5-1(h)(3), I hereby attest that all signatories concur in this filing.

Dated: May 30, 2023

/s/ Walter F. Brown
Walter F. Brown